

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA**

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In re WELLBUTRIN SR	)	
ANTITRUST LITIGATION	)	Civil Action No.: 04-cv-5898
	)	
THIS DOCUMENT RELATES TO:	)	
	)	Judge Lawrence F. Stengel
ALL END-PAYOR CLASS ACTIONS	)	
	)	

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**CLASS PLAINTIFFS' MOTION FOR AN AWARD OF ATTORNEYS' FEES,  
REIMBURSEMENT OF EXPENSES AND PAYMENT OF INCENTIVE AWARDS  
TO THE CLASS REPRESENTATIVES**

Third-Party Payor Plaintiffs, Government Employees Health Association, Inc., IBEW – NECA Local 505 Health & Welfare Plan, A.F. of L. – A.G.C. Building Trades Welfare Plan, United Food and Commercial Workers Unions and Employers Midwest Health Benefits Fund and Sidney Hillman Health Center of Rochester, Inc. (collectively, “Class Plaintiffs”), by and through their undersigned counsel (“Class Counsel”), respectfully move this Court for an order (i) awarding attorneys’ fees of \$7.095 million (plus accrued interest), which amounts to 33% of the overall settlement amount of \$21.5 million; (ii) reimbursing Plaintiffs’ Counsel for the costs and expenses of the litigation in the amount of \$1,287,028.81; and (iii) approving incentive awards in the aggregate amount of \$50,000.00 (*i.e.*, \$10,000.00 each) to the five Class Plaintiffs.

In support of this Motion, Class Counsel submit the accompanying Memorandum in Support of Class Plaintiffs’ Motion for an Award of Attorneys’ Fees, Reimbursement of Expenses, and Payment of Incentive Awards to the Class Representatives, and the Joint Declaration of Co-Lead Counsel in Support of Class Plaintiffs’ Motion for an Award of Attorneys’ Fees, Reimbursement of Expenses and Payment of Incentive Awards to the Class

Representatives, with Exhibits A and B. To date, there have been no objections to the relief requested herein. The Court has scheduled a hearing on final approval for June 27, 2013 (D.I. 367). Defendant has advised that it takes no position on this motion.

WHEREFORE, Class Plaintiffs respectfully move this Court for the entry of an Order substantially in the form attached as Exhibit A to Class Plaintiffs' Motion for Final Approval of Proposed TTP Class Settlement submitted concurrently herewith.

Dated: April 12, 2013

Respectfully submitted,

/s/ Joseph H. Meltzer

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*Proposed Class Counsel for the Proposed Class of Third Party Payors*

**CERTIFICATE OF SERVICE**

I hereby certify that I have this day filed and served through the Court's ECF system a true and correct copy of the foregoing.

/s/ Joseph H. Meltzer